REMARKS

Applicants have previously elected the species of claim 26. The Examiner has issued a further restriction requirement. Applicants now elect Group 2 as required by the Examiner with traverse. Applicants reaffirm their election of the species of claim 26 and request the examination of claims 1-19 and 25-31 as presently amended. Applicants note the prior withdrawal from consideration of claims 20-24 directed to intermediate compounds.

The Examiner has rejected claims 1-19, 25, 26, 30 and 31 under 35 U.S.C. §112, first paragraph, on the grounds that the specification does not reasonably provide enablement for all the various ring structures and substituents.

Applicants have amended the claims to limit them to those structures that are clearly enabled by the Examples. Accordingly, this rejection should be withdrawn.

The Examiner has provisionally rejected claims 1-19 and 25 under 35 U.S.C. §101 on the grounds of double patenting over claims 1-19 and 27 of Application No. 09/707,068. This application has been abandoned. Accordingly, this rejection should be withdrawn.

Favorable consideration and allowance of claims 1-19 and 25-31 as presently amended is respectfully requested.

If any fees are incurred as a result of the filing of this paper, authorization is given to charge Deposit Account No. 23-0785.

Respectfully submitted,

WOOD, PHILLIPS, KATZ, CLARK & MORTIMER

November 25, 2002

By _____
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CERTIFICATE OF MAILING

I hereby certify that this correspondence is being deposited with sufficient postage as First Class Mail in an envelope addressed to Commissioner for Patents, Washington, D.C. 20231 on November 25, 2002.

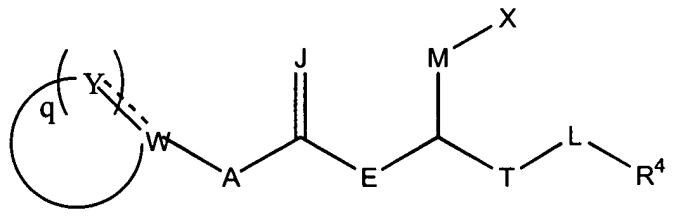
Corinne Byk

Corinne Byk

Marked Up Version of Claims

Please amend claim 1 as follows:

1. (once amended) A compound of the structure



wherein Y, at each occurrence, is independently selected from the group consisting of C(O), N, CR^1, $C(R^2)(R^3)$, NR^5[,] and CH[, O and S];

q is an integer of from 3 to [10] 6;

A is [selected from the group consisting of O, S, $C(R^{16})(R^{17})$ and] NR^6;

E is [selected from the group consisting of CH_2, O, S, and] NR^7;

J is [selected from the group consisting of] O[, S and NR^8];

T is [selected from the group consisting of C(O) and] $(CH_2)_b$ wherein b is an integer of from 0 to [3] 2;

M is selected from the group consisting of $C(R^9)(R^{10})$ and $(CH_2)_u$[,] wherein u is an integer of from 0 to [3] 1;

L is [selected from the group consisting of O, NR^{11}, S, and] $(CH_2)_n$ wherein n is an integer of 0 or 1;

X is selected from the group consisting of CO_2B, [PO_3H_2, SO_3H, SO_2NH_2, SO_2NHCOR^{12}, OPO_3H_2, $C(O)NHC(O)R^{13}$, $C(O)NHSO_2R^{14}$, hydroxyl,] and tetrazolyl [and hydrogen];

W is selected from the group consisting of C[,] and CR^{15} [and N]; [and

B, R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^8, R^9, R^{10}, R^{11}, R^{12}, R^{13}, R^{14}, R^{15}, R^{16} and R^{17} at each occurrence are independently selected from the group consisting of

hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), $-NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl)$_2$, -CH=NOH, $-PO_3H_2$, $-OPO_3H_2$, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, $-SO_2-(C_1-C_3$ alkyl), $-SO_3-(C_1-C_3$ alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;]

B is H or alkyl;

R^1 at each occurrence is independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, $-CF_3$, $-NH_2$, -OH, $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), alkylamino, di(C_1-C_3 alkyl)amino, cycloalkyl, aryl, arylamino, heterocyclyl and sulfonamido;

R^2 and R^3 are hydrogen;

R^4 is selected from the group consisting of hydrogen, alkyl, aryl, biaryl, heterocyclyl, alkylaryl, aralkyl, heterocyclylalkyl and alkylheterocyclyl;

R^5 at each occurrence is independently selected from the group consisting of alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl;

R^6 and R^7 are independently hydrogen or alkyl;

R^9 and R^{10} are independently selected from the group consisting of hydrogen, alkyl and halogen; and

R^{15} is hydrogen;

wherein B, R^1, R^2, R^3, R^4, R^5, R^6, R^7, [R^8,] R^9, R^{10}[, R^{11}, R^{12}, R^{13}, R^{14},] and R^{15}[, R^{16} and R^{17}] are unsubstituted or substituted with at least one electron donating or electron withdrawing group;

[wherein when L is NR^{11}, R^4 and R^{11} taken together may form a ring;

and wherein when M is $C(R^9)(R^{10})$, R^9 and R^{10} taken together may form a ring;]

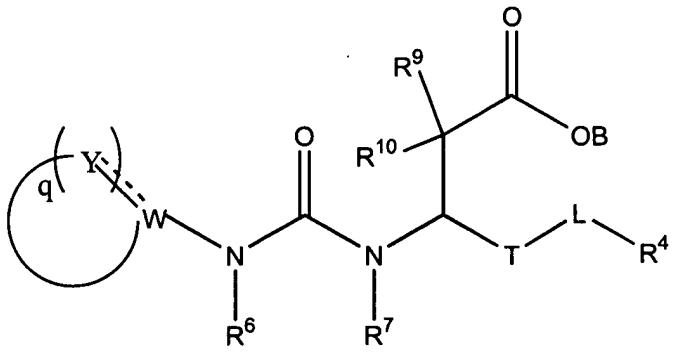
and wherein when A is NR^6 and at least one Y is CR^1, R^1 and R^6 taken together may form a ring;

or a pharmaceutically acceptable salt thereof[;

with the proviso that when A is $C(R^{16})(R^{17})$, E is not NR^7].

Please amend claim 4 as follows:

4. (once amended) A compound of the structure



wherein Y, at each occurrence, is independently selected from the group consisting of C(O), N, CR^1, $C(R^2)(R^3)$, NR^5[,] and CH[, O and S];

q is an integer of from 3 to [7] 6;

T is [selected from the group consisting of C(O) and] $(CH_2)_b$ wherein b is an integer of 0 to [3] 2;

L is [selected from the group consisting of O, NR^{11}, S, and] $(CH_2)_n$ wherein n is an integer of 0 or 1;

W is selected from the group consisting of C[,] and CR^{15} [and N]; [and

B, R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^9, R^{10}, R^{11} and R^{15} are independently selected from the group consisting of hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), $-NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl$)_2$, -CH=NOH, $-PO_3H_2$, $-OPO_3H_2$, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, $-SO_2-(C_1-C_3$ alkyl), $-SO_3-(C_1-C_3$ alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups];

B is H or alkyl;

R^1 at each occurrence is independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, $-CF_3$, $-NH_2$, -OH, $-NHC(O)N(C_1-C_3$ alkyl$)C(O)NH(C_1-C_3$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), alkylamino, di$(C_1-C_3$ alkyl)amino, cycloalkyl, aryl, arylamino, heterocyclyl and sulfonamido;

R^2 and R^3 are hydrogen;

R^4 is selected from the group consisting of

hydrogen, alkyl, aryl, biaryl, heterocyclyl, alkylaryl, aralkyl, heterocyclylalkyl and alkylheterocyclyl;

R^5 at each occurrence is independently selected from the group consisting of alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl;

R^6 and R^7 are independently hydrogen or alkyl; and

R^9 and R^{10} are independently selected from the group consisting of hydrogen, alkyl and halogen;

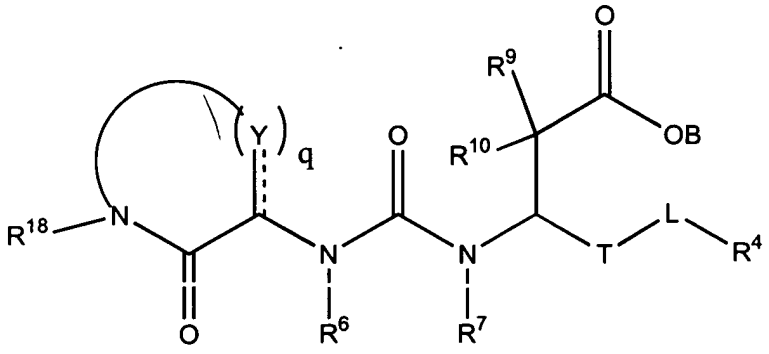
wherein B, R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^9, R^{10}[, R^{11}] and R^{15} are unsubstituted or substituted with at least one electron donating or electron withdrawing group;

[wherein when L is NR^{11}, R^4 and R^{11} taken together may form a ring; and wherein R^9 and R^{10} taken together may form a ring;] and wherein when at least one Y is CR^1, R^1 and R^6 taken together may form a ring;

or a pharmaceutically acceptable salt thereof.

Please amend claim 7 as follows:

7. (once amended) A compound of the structure



wherein Y, at each occurrence, is independently selected from the group consisting of C(O), N, CR^1, $C(R^2)(R^3)$[, NR^5,] and CH[, O and S];

q is an integer of from 2 to [5] 4;

T is [selected from the group consisting of C(O) and] $(CH_2)_b$ wherein b is an integer of 0 to [3] 2;

L is [selected from the group consisting of O, NR^{11}, S, and] $(CH_2)_n$ wherein n is an integer of 0 or 1;

[R^5, R^6, R^7, R^{11} and R^{18} are each independently selected from the group consisting of alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, alkynylamino, alkoxycarbonyl, heterocycloyl, -CH=NOH, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, carbamate, aryloxyalkyl, hydrogen and –C(O)NH(benzyl) groups; and

B, R^1, R^2, R^3, R^4, R^9 and R^{10} are independently selected from the group consisting of hydrogen, halogen, halkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), $-NHSO_2$(aryl), alkoxyalkyl,alkylamino, alkenylamino, di(C_1-C_3)amino, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl$)_2$, -CH=NOH, $-PO_3H_2$, $-OPO_3H_2$, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, $-SO_2-(C_1-C_3$ alkyl), $-SO_3-(C_1-C_3$ alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups];

B is H or alkyl;

R^1 at each occurrence is independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, $-CF_3$, $-NH_2$, -OH, $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), alkylamino, di(C_1-C_3 alkyl)amino, cycloalkyl, aryl, arylamino, heterocyclyl and sulfonamido;

R^2 and R^3 are hydrogen;

R^4 is selected from the group consisting of

hydrogen, alkyl, aryl, biaryl, heterocyclyl, alkylaryl, aralkyl, heterocyclylalkyl and alkylheterocyclyl;

R^6 R^7 are independently hydrogen or alkyl;

R^9 and R^{10} are independently selected from the group of

hydrogen, alkyl and halogen; and

R^{18} is selected from the group consisting of

hydrogen, alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl;

wherein B, R^1, R^2, R^3, R^4, R^5, R^6, R^7, R^9, R^{10}, R^{11} and R^{18} are

unsubstituted or substituted with at least one electron donating or electron withdrawing group;

[wherein when L is NR^{11}, R^4 and R^{11} taken together may form a ring;

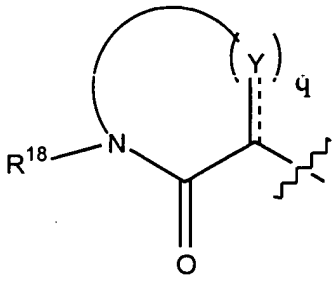
and wherein R^9 and R^{10} taken together may form a ring;]

and wherein when at least one Y is CR^1, R^1 and R^6 taken together may form a ring;

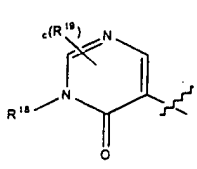
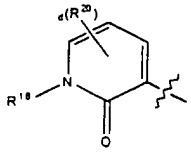
or a pharmaceutically acceptable salt thereof.

Please amend claim 10 as follows:

10. (once amended) A compound of claim 7 wherein



is selected from the group consisting of


,

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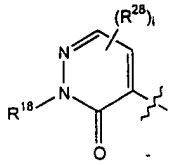
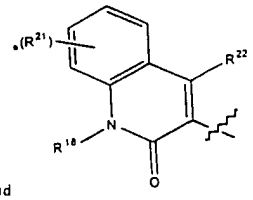

and

;

wherein [R^{19}, R^{20} , R^{21} and R^{28} at each occurrence are independently selected from the group consisting of halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, -CF_3, -OH, -CO_2H, -SH, -CN, -NO_2, -NH_2, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, -N(C_1-C_3 alkyl)-C(O)(C_1-C_3 alkyl), -NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3alkyl), -NHC(O)NH(C_1-C_6 alkyl), -$NHSO_2$(C_1-C_3 alkyl), -$NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, -C(O)O-(C_1-C_3)alkyl, -C(O)NH-(C_1-C_3)alkyl, -C(O)N(C_1-C_3 alkyl)$_2$, -CH=NOH, -PO_3H_2, -OPO_3H_2, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl,

sulfonyl, -SO_2-(C_1-C_3 alkyl), -SO_3-(C_1-C_3 alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;

R^{18} is selected from the group consisting of alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, alkynylamino, alkoxycarbonyl, heterocycloyl, -CH=NOH, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, carbamate, aryloxyalkyl, hydrogen and –C(O)NH(benzyl) groups;

R^{22} is selected from the group consisting of hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, -CF_3, -CO_2H, -SH, -CN, -NO_2, -NH_2, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, -N(C_1-C_3 alkyl)-C(O)(C_1-C_3 alkyl), -NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3alkyl), -NHC(O)NH(C_1-C_6 alkyl), -$NHSO_2$(C_1-C_3 alkyl), -$NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, -C(O)O-(C_1-C_3)alkyl, -C(O)NH-(C_1-C_3)alkyl, -C(O)N(C_1-C_3 alkyl)$_2$, -CH=NOH, -PO_3H_2, -OPO_3H_2, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, -SO_2-(C_1-C_3 alkyl), -SO_3-(C_1-C_3 alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;]

R^{18} is selected from the group consisting of alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl;

R^{19} at each occurrence is independently selected from the group consisting of alkyl, heterocyclyl and aryl;

R^{20} at each occurrence is independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, -CF_3, -NH_2, -OH, -NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3 alkyl), -$NHSO_2$(C_1-C_3 alkyl), alkylamino, di(C_1-C_3 alkyl)amino, cycloalkyl, aryl, arylamino, heterocyclyl and sulfonamido;

R^{21} is hydrogen;

R^{28} at each occurrence is independently selected from the group consisting of alkyl and hydroxy;

c is an integer of zero to two;

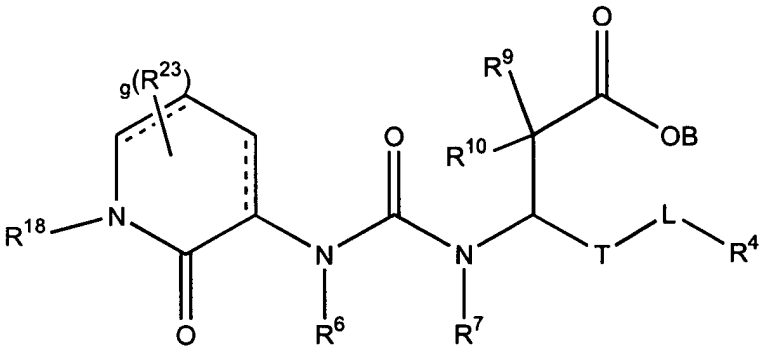
d is an integer of zero to three;

e is an integer of zero to four; and

i is an integer of zero to two.

Please amend claim 12 as follows:

12. (once amended) A compound of the structure



wherein T is [selected from the group consisting of C(O) and] $(CH_2)_b$ wherein b is an integer of from 0 to [3]2;

L is [selected from the group consisting of O, NR^{11}, S, and]

$(CH_2)_n$ wherein n is an integer of 0 or 1;

g is an integer of from 0 to 7; [and

B, R^4, R^9, R^{10} and R^{23} at each occurrence are independently selected from the group consisting of hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$

alkyl), -$NHSO_2$(C_1-C_3 alkyl), -$NHSO_2$(aryl), alkoxyalkyl,alkylamino, aikenyiamino, di(C_1-C_3)amino, -C(O)O-(C_1-C_3)aikyi, -C(O)NH-(C_1-C_3)alkyl, -C(O)N(C_1-C_3 alkyl)$_2$, -CH=NOH, -PO_3H_2, -OPO_3H_2, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, -SO_2-(C_1-C_3 alkyl), -SO_3-(C_1-C_3 alkyl), sulfonamido, carbamate, aryloxyalkyl and

–C(O)NH(benzyl) groups;

R^6, R^7, R^{11} and R^{18} are each independently selected from the group consisting of alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, alkynylamino, alkoxycarbonyl, heterocycloyl, -CH=NOH, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, carbamate, aryloxyalkyl, hydrogen and –C(O)NH(benzyl) groups;]

B is H or alkyl;

R^4 is selected from the group consisting of hydrogen, alkyl, aryl, biaryl, heterocyclyl, alkylaryl, aralkyl, heterocyclylalkyl and alkylheterocyclyl;

R^6 and R^7 are independently hydrogen or alkyl;

R^9 and R^{10} are independently selected from the group consisting of hydrogen, alkyl and halogen;

R^{18} is selected from the group consisting of alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl; and

R^{23} at each occurrence is independently selected from the group consisting of hydrogen, halogen, alkyl, alkoxy, -CF_3, -NH_2, -OH, -NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3 alkyl), -$NHSO_2$(C_1-C_3 alkyl), alkylamino, di(C_1-C_3 alkyl)amino, cycloalkyl, aryl, arylamino, heterocyclyl and sulfonamido;

wherein B, R^4, R^6, R^7, R^9, R^{10}, [R^{11},] R^{18} and R^{23} are unsubstituted or substituted with at least one electron donating or electron withdrawing group;

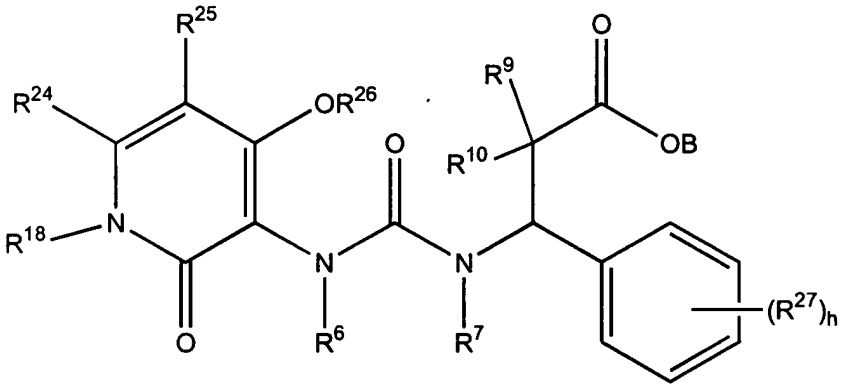
[wherein when L is NR^{11}, R^4 and R^{11} taken together may form a ring;

and wherein R^9 and R^{10} taken together may form a ring;]

or a pharmaceutically acceptable salt thereof.

Please amend claim 14 as follows:

14. (once amended) A compound of the structure



wherein h is an integer of zero to five;

[B, R^9, R^{10}, R^{24} and R^{25} are each independently selected from the group consisting of hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), $-NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl$)_2$, -CH=NOH, $-PO_3H_2$, $-OPO_3H_2$, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl,

$-SO_2-(C_1-C_3$ alkyl), $-SO_3-(C_1-C_3$ alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;

R^{27}, at each occurrence, is independently selected from the group consisting of halogen, hydroxyl, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, $-CF_3$, $-CO_2H$, -SH, -CN, $-NO_2$, $-NH_2$, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, $-N(C_1-C_3$ alkyl)$-C(O)(C_1-C_3$ alkyl), $-NHC(O)N(C_1-C_3$ alkyl)$C(O)NH(C_1-C_3$alkyl), $-NHC(O)NH(C_1-C_6$ alkyl), $-NHSO_2(C_1-C_3$ alkyl), $-NHSO_2$(aryl), $-N(C_1-C_3$alkyl)$SO_2(C_1-C_3$alkyl), $-N(C_1-C_3$alkyl)SO_2(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl)$_2$, -CH=NOH, $-PO_3H_2$, $-OPO_3H_2$, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, $-SO_2-(C_1-C_3$ alkyl), $-SO_3-(C_1-C_3$ alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;

R^6, R^7 and R^{18} are each independently selected from the group consisting of alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, alkynylamino, alkoxycarbonyl, heterocycloyl, -CH=NOH, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, carbamate, aryloxyalkyl, hydrogen and –C(O)NH(benzyl) groups; and,

R^{26} is selected from the group consisting of hydrogen, alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, $-CF_3$, alkoxycarbonyl, heterocycloyl, carboxy, $-C(O)O-(C_1-C_3)$alkyl, $-C(O)NH-(C_1-C_3)$alkyl, $-C(O)N(C_1-C_3$ alkyl)$_2$, $-PO_3H_2$, haloalkyl, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, biaryl, heterocyclyl, alkylaryl,

aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, -SO_2-(C_1-C_3 alkyl), sulfonamido, aryloxyalkyl and –C(O)NH(benzyl) groups;]

B, R^6, R^7, R^9, R^{10} are independently selected from the group consisting of hydrogen and alkyl;

R^{18} is selected from the group consisting of alkyl, cycloalkyl, cycloalkylalkyl, aryl, aralkyl, heterocyclylalkyl, heterocyclyl and aryloxyalkyl;

R^{24} is selected from the group consisting of hydrogen, alkyl and aryl;

R^{25} is selected from the group consisting of hydrogen, halogen, alkyl and cycloalkyl;

R^{26} is selected from the group consisting of hydrogen, alkyl and aralkyl; and

R^{27} at each occurrence is independently selected from the group consisting of halogen, hydroxyl, alkyl, alkoxy, thioalkoxy, -CF_3, alkylamino, alkenylamino, di(C_1-C_3 alkyl)amino, haloalkyl, alkoxyalkoxy, cycloalkyl, aryl, sulfonyl and -SO_2-(C_1-C_3 alkyl);

wherein B, R^6, R^7, R^9, R^{10}, R^{18}, R^{24}, R^{25}, R^{26} and R^{27} are unsubstituted or substituted with at least one electron donating or electron withdrawing group;

wherein [R^{18} and R^{24} taken together may form a ring;]

R^{24} and R^{25} taken together may form a ring;

[R^{25} and R^{26} taken together may form a ring;

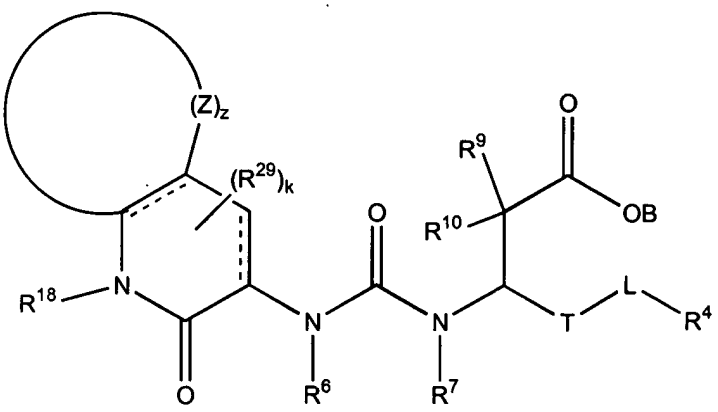
and wherein R^9 and R^{10} taken together may form a ring;]

or a pharmaceutically acceptable salt thereof.

15. (once amended) The compound of claim 14 wherein B, R^6, R^7, R^9, R^{10}, R^{24}, R^{25} and R^{26} are each independently hydrogen or alkyl and R^{18} is substituted or unsubstituted aralkyl.

Please amend claim 17 as follows:

17. (once amended) A compound of the structure



wherein Z, at each occurrence, is independently selected from the group consisting of [C(O), N,] CR^{30}, $C(R^{31})(R^{32})$, [NR^{33},] CH[, O] and S;

z is an integer of from 3 to [6]5;

k is [an integer of from 0 to 5]1;

T is [selected from the group consisting of C(O) and] $(CH_2)_b$ wherein b is an integer of from 0 to [3]1;

L is [selected from the group consisting of O, NR^{11}, S, and] $(CH_2)_n$ wherein n is an integer of 0 or 1;

[R^6, R^7, R^{11}, R^{18} and R^{33} are each independently selected from the group consisting of alkyl, alkenyl, alkynyl, hydroxyalkyl, aliphatic acyl, alkynylamino, alkoxycarbonyl, heterocycloyl, -CH=NOH, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, carbamate, aryloxyalkyl, hydrogen and –C(O)NH(benzyl) groups;

B, R^4, R^9, R^{10}, R^{30}, R^{31} and R^{32} at each occurrence are independently selected from the group consisting of hydrogen, halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, -CF_3,

-CO_2H, -SH, -OH, -CN, -NO_2, -NH_2, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, -N(C_1-C_3 alkyl)-C(O)(C_1-C_3 alkyl),

-NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3alkyl), -NHC(O)NH(C_1-C_6 alkyl), -$NHSO_2$(C_1-C_3 alkyl), -$NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, -C(O)O-(C_1-C_3)alkyl, -C(O)NH-(C_1-C_3)alkyl, -C(O)N(C_1-C_3 alkyl)$_2$, -CH=NOH, -PO_3H_2, -OPO_3H_2, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, -SO_2-(C_1-C_3 alkyl), -SO_3-(C_1-C_3 alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups; and

R^{29}, at each occurrence, is independently selected from the group consisting of halogen, alkyl, alkenyl, alkynyl, alkoxy, alkenoxy, alkynoxy, thioalkoxy, hydroxyalkyl, aliphatic acyl, -CF_3, -CO_2H, -SH, -CN, -NO_2, -NH_2, -OH, alkynylamino, alkoxycarbonyl, heterocycloyl, carboxy, -N(C_1-C_3 alkyl)-C(O)(C_1-C_3 alkyl), -NHC(O)N(C_1-C_3 alkyl)C(O)NH(C_1-C_3alkyl), -NHC(O)NH(C_1-C_6 alkyl), -$NHSO_2$(C_1-C_3 alkyl), -$NHSO_2$(aryl), alkoxyalkyl, alkylamino, alkenylamino, di(C_1-C_3)amino, -C(O)O-(C_1-C_3)alkyl, -C(O)NH-(C_1-C_3)alkyl, -C(O)N(C_1-C_3 alkyl)$_2$, -CH=NOH, -PO_3H_2, -OPO_3H_2, haloalkyl, alkoxyalkoxy, carboxaldehyde, carboxamide, cycloalkyl, cycloalkenyl, cycloalkynyl, cycloalkylalkyl, aryl, aroyl, aryloxy, arylamino, biaryl, thioaryl, diarylamino, heterocyclyl, alkylaryl, aralkenyl, aralkyl, alkylheterocyclyl, heterocyclylalkyl, sulfonyl, -SO_2-(C_1-C_3 alkyl), -SO_3-(C_1-C_3 alkyl), sulfonamido, carbamate, aryloxyalkyl and –C(O)NH(benzyl) groups;]

B is selected from the group consisting of

hydrogen and alkyl;

R^4 is selected from the group consisting of

hydrogen, aryl, alkyl, aralkyl, heterocyclyl and biaryl;

R^6, R^7, R^9, R^{10}, R^{30}, R^{31} and R^{32} are hydrogen;

R^{18} is aralkyl; and

R^{29} is hydroxyl;

wherein B, R^4, [R^5,] R^6, R^7, R^9, R^{10}, [R^{11},] R^{18}, R^{29}, R^{30}, R^{31}[,] and R^{32} [and R^{33}] are

unsubstituted or substituted with at least one electron donating or electron withdrawing group;

[wherein when L is NR^{11}, R^4 and R^{11} taken together may form a ring;

and wherein R^9 and R^{10} taken together may form a ring;]

or a pharmaceutically acceptable salt thereof.